

## UNITED STATES BANKRUPTCY COURT

Page 1 of 9

Eastern District of Texas

## VOLUNTARY PETITION

Name of Debtor (if individual, enter Last, First, Middle): <b>Forest Park Medical Center at Frisco, LLC</b>		Name of Joint Debtor (Spouse) (Last, First, Middle):											
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): <b>FPMC Frisco; Forest Park Medical Center Frisco</b>		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):											
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): <b>27-2553391</b>		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):											
Street Address of Debtor (No. and Street, City, and State): <b>5500 Frisco Square Blvd. Frisco, TX</b> <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE 75034</div>		Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE</div>											
County of Residence or of the Principal Place of Business: <b>Denton</b>		County of Residence or of the Principal Place of Business:											
Mailing Address of Debtor (if different from street address): <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE</div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE</div>											
Location of Principal Assets of Business Debtor (if different from street address above): <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE</div>													
<b>Type of Debtor</b> (Form of Organization) (Check one box.)  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		<b>Nature of Business</b> (Check one box.)  <input checked="" type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input type="checkbox"/> Other											
<b>Chapter 15 Debtors</b> Country of debtor's center of main interests:  Each country in which a foreign proceeding by, regarding, or against debtor is pending:		<b>Nature of Debts</b> (Check one box.)  <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts											
<b>Filing Fee</b> (Check one box.)  <input checked="" type="checkbox"/> Full Filing Fee attached.  <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.  <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		<b>Chapter 11 Debtors</b>  <b>Check one box:</b> <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).  <b>Check if:</b> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter).  <b>Check all applicable boxes:</b> <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).											
<b>Statistical/Administrative Information</b> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.			THIS SPACE IS FOR COURT USE ONLY										
Estimated Number of Creditors <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> 1-49</td> <td><input type="checkbox"/> 50-99</td> <td><input type="checkbox"/> 100-199</td> <td><input checked="" type="checkbox"/> 200-999</td> <td><input type="checkbox"/> 1,000-5,000</td> <td><input type="checkbox"/> 5,001-10,000</td> <td><input type="checkbox"/> 10,001-25,000</td> <td><input type="checkbox"/> 25,001-50,000</td> <td><input type="checkbox"/> 50,001-100,000</td> <td><input type="checkbox"/> Over 100,000</td> </tr> </table>				<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input checked="" type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> Over 100,000
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Estimated Assets <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input checked="" type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>				<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input checked="" type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
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Estimated Liabilities <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input checked="" type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>			<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input checked="" type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion	
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**Voluntary Petition**

(This page must be completed and filed in every case.)

**Document**

Name of Debtor(s):

Forest Park Medical Center at Frisco, LLC

**All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)**

Location Where Filed:	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

**Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)**

Name of Debtor:	Case Number:	Date Filed:
District:	Relationship:	Judge:

**Exhibit A**

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

☐ Exhibit A is attached and made a part of this petition.**Exhibit B**

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).

X

Signature of Attorney for Debtor(s)

(Date)

**Exhibit C**

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

☐ Yes, and Exhibit C is attached and made a part of this petition.☒ No.**Exhibit D**

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

☐ Exhibit D, completed and signed by the debtor, is attached and made a part of this petition.

If this is a joint petition:

☐ Exhibit D, also completed and signed by the joint debtor, is attached and made a part of this petition.**Information Regarding the Debtor - Venue**

(Check any applicable box.)

- ☒ Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.
- ☐ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
- ☐ Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

**Certification by a Debtor Who Resides as a Tenant of Residential Property**

(Check all applicable boxes.)

☐ Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

(Name of landlord that obtained judgment)

(Address of landlord)

- ☐ Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
- ☐ Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.
- ☐ Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

**Voluntary Petition**

(This page must be completed and filed in every case.)

**Document**

Name of Debtor(s)

Forest Park Medical Center at Frisco, LLC

**Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X \_\_\_\_\_  
Signature of Debtor

X \_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Telephone Number (if not represented by attorney)

\_\_\_\_\_  
Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.

☐ Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X \_\_\_\_\_  
(Signature of Foreign Representative)

\_\_\_\_\_  
(Printed Name of Foreign Representative)

\_\_\_\_\_  
Date

**Signature of Attorney\***

X /s/ William L. Medford

\_\_\_\_\_  
Signature of Attorney for Debtor(s)

William L. Medford

\_\_\_\_\_  
Printed Name of Attorney for Debtor(s)

Lewis Brisbois Bisgaard & Smith LLP

\_\_\_\_\_  
Firm Name

2100 Ross Avenue, Suite 2000

\_\_\_\_\_  
Dallas, TX 75201

\_\_\_\_\_  
Address

214-722-7100

\_\_\_\_\_  
Telephone Number

September 21, 2015

\_\_\_\_\_  
Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X \_\_\_\_\_

\_\_\_\_\_  
Signature of Authorized Individual

Michael Miller

\_\_\_\_\_  
Printed Name of Authorized Individual

Chief Restructuring Officer *insolvent as CEO*

\_\_\_\_\_  
Title of Authorized Individual

September 21, 2015

\_\_\_\_\_  
Date

**Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

\_\_\_\_\_  
Printed Name and title, if any, of Bankruptcy Petition Preparer

\_\_\_\_\_  
Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

\_\_\_\_\_  
Address

X \_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.*



**RESOLUTION OF BOARD OF MANAGERS  
OF FOREST PARK MEDICAL CENTER AT FRISCO, LLC**

The undersigned, being the members of the Board of Managers of FOREST PARK MEDICAL CENTER AT FRISCO, LLC ("Company"), hereby adopt the following resolutions by majority vote:

**WHEREAS**, the executive officers and financial and legal advisors of the Company have reviewed and discussed with the Board of Managers the Company's current circumstance regarding financial liquidity;

**WHEREAS**, the Board of Managers has evaluated and considered the information provided and the recommendations of the Company's executive officers and financial and legal advisors;

**Chapter 11 Filing**

**NOW, THEREFORE, BE IT RESOLVED**, that in the judgment of a majority of the Board of Managers, it is desirable and in the best interests of the Company, its creditors, employees, members and other interested parties, that the Company ~~file~~ a petition seeking relief under the provisions of chapter 11, title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the Eastern District of Texas, Sherman Division (the "Bankruptcy Court"); and

*do the preparatory work in order to file*

**FURTHER RESOLVED**, that Dr. Lowell Ku (the "Interim Restructuring Officer") is hereby appointed Interim Restructuring Officer and the Board of Managers hereby delegates all authority and power with regard to management, control, and all executive decision making responsibility with regard to the Company's potential bankruptcy proceedings, until such time as a Chief Restructuring Office is appointed; and

**FURTHER RESOLVED**, that the Interim Restructuring Officer is authorized and empowered, on behalf of and in the name of the Company, to execute and verify a voluntary petition for relief under Chapter 11 of the Bankruptcy Code and to cause the same to be filed with the Bankruptcy Court; and

**FURTHER RESOLVED**, that the Interim Restructuring Officer is authorized to execute and file all petitions, schedules, lists, motions, pleadings, instruments, affidavits, applications, disclosure statements and all material related hereto, and to take such additional actions as the may deem necessary or proper with a view to the successful prosecution of the Company's chapter 11 case; and

**FURTHER RESOLVED**, that Michael Miller of Deloitte Transactions and Business Analytics LLP ("DTBA") is appointed as Chief Restructuring Advisor to the Company;

**FURTHER RESOLVED**, that the Interim Restructuring Officer is authorized and empowered to appoint Michael Miller as Chief Restructuring Officer ("CRO") at any time as may be determined in the Interim Restructuring Officer's sole discretion, with the

the Company and/or one or more affiliates of the Company will borrow and re-borrow funds and obtain the use of cash collateral in such amounts, from such lender or lenders and on such terms as may be approved by any Interim Restructuring Officer; and

**FURTHER RESOLVED**, that the Interim Restructuring Officer is authorized, empowered and directed to grant security interests in and liens upon all or substantially all of the Company's assets as may be deemed necessary by the Interim Restructuring Officer in connection with such borrowings under a DIP Facility or the use of such cash collateral, and that the Company's granting of any such security interest be, and hereby is approved; and

**FURTHER RESOLVED**, that the Interim Restructuring Officer is authorized, empowered and directed to execute and file all petitions, motions, pleadings, instruments, affidavits, applications and all materials related thereto, and to take such additional actions as they may deem necessary or proper to obtain the approval of the Bankruptcy Court for the DIP Facility; and

**General**

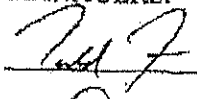
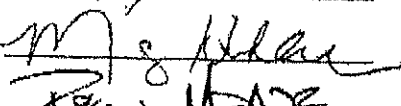

**FURTHER RESOLVED**, that all acts lawfully done or actions lawfully taken by the Interim Restructuring Officer (i) to file the voluntary petition for relief under chapter 11 of the Bankruptcy Code, (ii) otherwise in connection with the chapter 11 case, or any manner related thereto, or (iii) by virtue of these resolutions be, and hereby are, in all respects ratified, confirmed and approved; and

**FURTHER RESOLVED**, that the Managing Member is authorized, empowered and directed, in the name and on behalf of the Company to take or cause to be taken any and all such further action and to execute and deliver or cause to be executed or delivered all such further agreements, documents, certificated, and undertakings, and to incur all such fees and expenses as in their judgment shall be necessary, appropriate, or advisable to effectuate the purpose and intent of any and all of the forgoing resolutions.

This written resolution may be executed in one or more counterparts and by facsimile, each of which shall constitute an original document, but all of which taken together shall constitute one instrument. Each counterpart shall be effective with respect to each member of the Board signing it, even if another member of the Board whose signature is contemplated hereunder does not sign the same counterpart.

IN WITNESS HEREOF, this consent is executed this 6<sup>th</sup> day of Sept. 2015.

MANAGERS:

the Company and/or one or more affiliates of the Company will borrow and re-borrow funds and obtain the use of cash collateral in such amounts, from such lender or lenders and on such terms as may be approved by any Interim Restructuring Officer; and

**FURTHER RESOLVED**, that the Interim Restructuring Officer is authorized, empowered and directed to grant security interests in and liens upon all or substantially all of the Company's assets as may be deemed necessary by the Interim Restructuring Officer in connection with such borrowings under a DIP Facility or the use of such cash collateral, and that the Company's granting of any such security interest be, and hereby is approved; and

**FURTHER RESOLVED**, that the Interim Restructuring Officer is authorized, empowered and directed to execute and file all petitions, motions, pleadings, instruments, affidavits, applications and all materials related thereto, and to take such additional actions as they may deem necessary or proper to obtain the approval of the Bankruptcy Court for the DIP Facility; and

**General**

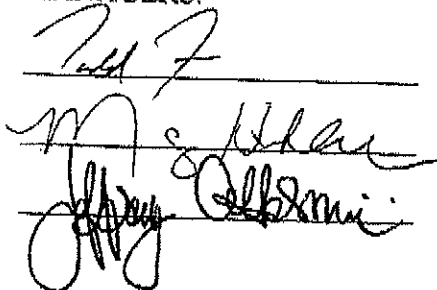
**FURTHER RESOLVED**, that all acts lawfully done or actions lawfully taken by the Interim Restructuring Officer (i) to file the voluntary petition for relief under chapter 11 of the Bankruptcy Code, (ii) otherwise in connection with the chapter 11 case, or any manner related thereto, or (iii) by virtue of these resolutions be, and hereby are, in all respects ratified, confirmed and approved; and

**FURTHER RESOLVED**, that the Managing Member is authorized, empowered and directed, in the name and on behalf of the Company to take or cause to be taken any and all such further action and to execute and deliver or cause to be executed or delivered all such further agreements, documents, certificated, and undertakings, and to incur all such fees and expenses as in their judgment shall be necessary, appropriate, or advisable to effectuate the purpose and intent of any and all of the forgoing resolutions.

This written resolution may be executed in one or more counterparts and by facsimile, each of which shall constitute an original document, but all of which taken together shall constitute one instrument. Each counterpart shall be effective with respect to each member of the Board signing it, even if another member of the Board whose signature is contemplated hereunder does not sign the same counterpart.

**IN WITNESS HEREOF**, this consent is executed this 6<sup>th</sup> day of Sept. 2015.

MANAGERS:



the Company and or one or more affiliates of the Company will borrow and re-borrow funds and obtain the use of cash collateral in such amounts, from such lender or lenders and on such terms as may be approved by any Interim Restructuring Officer; and

**FURTHER RESOLVED**, that the Interim Restructuring Officer is authorized, empowered and directed to grant security interests in and liens upon all or substantially all of the Company's assets as may be deemed necessary by the Interim Restructuring Officer in connection with such borrowings under a DIP Facility or the use of such cash collateral, and that the Company's granting of any such security interest be, and hereby is approved; and

**FURTHER RESOLVED**, that the Interim Restructuring Officer is authorized, empowered and directed to execute and file all petitions, motions, pleadings, instruments, affidavits, applications and all materials related thereto, and to take such additional actions as they may deem necessary or proper to obtain the approval of the Bankruptcy Court for the DIP Facility; and

**General**

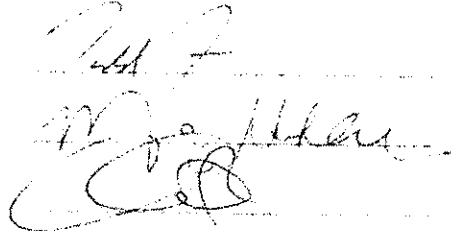
**FURTHER RESOLVED**, that all acts lawfully done or actions lawfully taken by the Interim Restructuring Officer (i) to file the voluntary petition for relief under chapter 11 of the Bankruptcy Code, (ii) otherwise in connection with the chapter 11 case, or any manner related thereto, or (iii) by virtue of these resolutions be, and hereby are, in all respects ratified, confirmed and approved; and

**FURTHER RESOLVED**, that the Managing Member is authorized, empowered and directed, in the name and on behalf of the Company to take or cause to be taken any and all such further action and to execute and deliver or cause to be executed or delivered all such further agreements, documents, certificated, and undertakings, and to incur all such fees and expenses as in their judgment shall be necessary, appropriate, or advisable to effectuate the purpose and intent of any and all of the forgoing resolutions.

This written resolution may be executed in one or more counterparts and by facsimile, each of which shall constitute an original document, but all of which taken together shall constitute one instrument. Each counterpart shall be effective with respect to each member of the Board signing it, even if another member of the Board whose signature is contemplated hereunder does not sign the same counterpart.

**IN WITNESS HEREOF**, this consent is executed this 6<sup>th</sup> day of Sept. 2015.

MANAGERS:

The block contains three handwritten signatures in dark ink, written over horizontal dotted lines. The signatures are cursive and appear to be of the managers of the company.



**RESOLUTION OF THE BOARD OF MANAGERS  
OF FOREST PARK MEDICAL CENTER AT FRISCO, LLC**

The undersigned, being the consent and resolution of the members of the Board of Managers of FOREST PARK MEDICAL CENTER AT FRISCO, LLC ("Company"), hereby adopt the following resolutions by majority vote, pursuant to telephone and/or e-mail poll, as authorized by Resolution of Board of Managers from the meeting thereof on August 9, 2015 and the written Resolutions signed on or about September 8, 2015;

**WHEREAS**, the executive officers and financial and legal advisors of the Company have reviewed and discussed with the Board of Managers the Company's current circumstance regarding financial liquidity; and

**WHEREAS**, the Board of Managers has evaluated and considered the information provided and the recommendations of the Company's executive officers and financial and legal advisors;

**Chapter 11 Filing**

**NOW, THEREFORE, BE IT RESOLVED**, that in the judgment of a majority Board of Managers, it is desirable and in the best interests of the Company, its creditors, employees, members and other interested parties, that the Company file a petition seeking relief under the provisions of chapter 11, title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the Eastern District of Texas, Dallas Division (the "Bankruptcy Court").

**FURTHER RESOLVED**, that Michael Miller, the Chief Restructuring Officer, is authorized to execute and file all petitions, schedules, lists, motions, pleadings, instruments, affidavits, applications, disclosure statements and all material related hereto, and to take such additional actions as he may deem necessary or proper with a view to the successful prosecution of the Company's chapter 11 case.

This written resolution may be executed in one or more counterparts via email acceptance which email vote in favor of the foregoing shall constitute signatures hereto and by facsimile, each of which shall constitute an original document, but all of which taken together shall constitute one instrument. Each counterpart shall be effective with respect to each member of the Board signing it, even if another member of the Board whose signature is contemplated hereunder does not sign the same counterpart.

*upon the receipt of a post-petition financing agreement in executable form,*



IN WITNESS HEREOF, this consent is executed this 21<sup>st</sup> day of September 2015.

MANAGERS:

